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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

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<p><b>In re:</b></p> <p style="text-align:center"><b>WOLF CREEK PROPERTIES, LC</b></p> <p style="text-align:center"><b>Debtor.</b></p>	<p><b>Bankruptcy Case No. 10-27816</b> <b>Chapter 11</b></p> <p style="text-align:center"><b>Judge Boulden</b></p> <p style="text-align:center"><b>(Filed Electronically)</b></p>
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**AFFIDAVIT OF BLAKE D. MILLER IN SUPPORT OF APPLICATION  
TO EMPLOY MILLER GUYMON, P.C. AS COUNSEL FOR THE DEBTOR AND  
STATEMENT PURSUANT TO 11 U.S.C. § 329(a)**

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STATE OF UTAH )  
                      :  
                      : ss  
COUNTY OF SALT LAKE )

Blake D. Miller, having been duly sworn, deposes and states as follows:

1. I am filing this Affidavit in accordance with the requirements of Rule 2014 of the Federal Rules of Bankruptcy Procedure, and 11 U.S.C. § 329(a), in support of the Application to Employ Miller Guymon, P.C. as Counsel for the Debtor.

2. I am a member in good standing of the State Bar of Utah. I am a shareholder of the law firm of MILLER GUYMON, P.C. ("MG"), a professional law corporation with its office in Salt Lake City, Utah.

3. Prior to the petition date, MG was retained by the Debtor, Wolf Creek Properties, L.C., ("Wolf Creek") in evaluating a possible Chapter 11 filing, including the possibility of restructuring its obligations without the need for filing a Chapter 11 petition. MG performed its first services related to this pre-petition activity on March 5, 2010 and continued through May 31, 2010. During this time period, the legal fees and costs incurred by MG totaled \$45,730.88, which fees and costs were paid by Wolf Creek.

4. MG represents Pronaia in matters unrelated to this case. Pronaia is not a creditor or interest holder of Wolf Creek. Pronaia, however, has an interest in a parcel or parcels of land adjoining some of Wolf Creek's property. Pronaia's interest in such land may be held in its own name, or through a holding company of which Pronaia is an owner and/or manager. The lead attorney for MG's representation of Pronaia is Paxton R. Guymon, a shareholder with MG. Due to Pronaia's status as an adjoining landowner in the Eden, Utah valley (or holder of an interest in an entity which is an adjoining landowner), MG cannot rule out a future possibility that Pronaia might wish to participate in one or more issues involving this case or the Wolf Creek development. If so, MG will not represent Pronaia and Wolf Creek will engage special counsel (with Court approval) to deal with that issue – should it occur.

5. Other than as set forth above, to the best of my knowledge and belief, MG has no direct or indirect relationship to, connection with, or interest in the Debtor, any creditors, or any

other party in interest, their respective attorneys and accountants, the United States Trustee, or any person employed in the office of the United States Trustee.

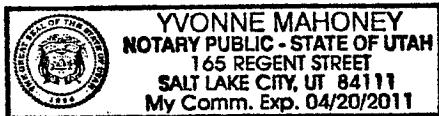
6. MG is qualified to represent the Debtor in this case, and MG's representation of the estate is in the best interest of the estate.

7. MG has not agreed to share the compensation that the firm, or any attorney with MG, may be awarded in these cases with any other person, attorney or entity, except as is customary in a professional law corporation.

DATED this 11<sup>th</sup> day of June 2010.

Blake D. Miller  
Blake D. Miller

SUBSCRIBED and SWORN TO before me this 11<sup>th</sup> day of June 2010.



Yvonne Mahoney  
Notary Public

[S E A L]

**CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that I am employed by the law firm of Miller Guymon, P.C., 165 South Regent Street, Salt Lake City, Utah, 84111, and that on the 14<sup>th</sup> day of June, 2010, true and correct copies of the AFFIDAVIT OF BLAKE D. MILLER IN SUPPORT OF APPLICATION TO EMPLOY MILLER GUYMON, P.C. AS COUNSEL FOR THE DEBTOR AND STATEMENT PURSUANT TO 11 U.S.C. § 329(a) were served via United States Mail, first class postage prepaid, on the following:

Randy Marriott Construction  
5238 W. 2150 N.  
Ogden, Utah 84404

Wolf Creek Rec. Facilities Assoc, Inc  
9805 Willows Road NE  
Redmond, WA 98052

Damitz,Brooks,Nightingale,Turner  
200 E. Carrillo Street Suite 202  
Santa Barbara, Ca. 93101

Self Funding Administrators  
P.O. Box 6596  
Annapolis, MD 21401

Strategic Marketing Group, Inc.  
P.O. Box 544  
Park City, UT 84060

American Home Assurance Co.  
Chartis Legal Audit/Collection  
5th Floor Suite 500 Int'l Drive  
Philadelphia, PA 19113

Yamaha Motor Corp  
Dept. Ch 14022  
Palantine, IL 60055

TaylorMade Golf Co.,Inc. File 56431  
Los Angeles, Ca. 90074-6431

Lowell Peterson  
5643 N. Elkridge Trail  
Eden, Utah 84310

Ski Utah  
150 W. 500 S.  
Salt Lake City, UT 84101

APS Administrator  
Admin #Lowell Peterson 10874  
4168 W. 12600 S. #300  
Riverton, UT 84096

Rocky Mountain Power  
1033 NE 6th Ave  
Portland, OR 97256-0001

Dex West  
P.O. Box 79167  
Phoenix, AZ 85062-9167

Weber County Assessor  
2380 Washington Blvd.  
Ogden, Utah 84401

TMAX GEAR  
P.O. BOX 360286  
PITTSBURGH, PA 15250-6286

RMH Management  
Rawn Hutchinson  
P.O. Box 30443  
Phoenix, AZ 85046

Arizona Weddings  
7508 E. Camelback Road  
Scottsdale, AZ. 85251

Integra Telecom  
1201 NE Lloyd Blvd.  
Suite 500  
Portland, OR 97232

Kellerstrass Enterprises, Inc.  
1500 West 2550 South  
P.O. Box 1067  
Ogden, UT 84401

U. S. Trustee  
United States Trustee  
Ken Garff Bldg.  
405 S. Main Street, Suite 300  
Salt Lake City, UT 84111

Dan W. Egan  
Ballard Spahr, LLP  
201 S. Main Street, #800  
Salt Lake city, UT 84111-2221

Notice was also sent via the Court's ECF System to the following:

Laurie A. Cayton  
U.S. Trustee's Office  
[Laurie.cayton@usdoj.gov](mailto:Laurie.cayton@usdoj.gov)

Kim R. Wilson  
P. Matthew Cox  
Snow Christensen & Martineau  
[krw@scmlaw.com](mailto:krw@scmlaw.com)  
[pmc@scmlaw.com](mailto:pmc@scmlaw.com)

DATED this 14<sup>th</sup> day of June, 2010.

**MILLER GUYMON, P.C.**

/s/ Blake D. Miller  
Blake D. Miller  
James W. Anderson